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24 UBER TECHNOLOGIES, INC.
25 and OTTOMOTTO LLC

26 UNITED STATES DISTRICT COURT
27 NORTHERN DISTRICT OF CALIFORNIA
28 SAN FRANCISCO DIVISION

19 WAYMO LLC,
20
21 Plaintiff,
22
23 v.
24 UBER TECHNOLOGIES, INC.,
25 OTTOMOTTO LLC; OTTO TRUCKING LLC,
26
27 Defendants.

Case No. 3:17-cv-00939-WHA

**DECLARATION OF MEREDITH
DEARBORN IN SUPPORT OF
DEFENDANTS UBER
TECHNOLOGIES, INC.'S AND
OTTOMOTTO LLC'S
ADMINISTRATIVE MOTION TO FILE
UNDER SEAL PORTIONS OF THEIR
BRIEF IN RESPONSE TO WAYMO'S
MEMORANDUM REGARDING
ADVERSE INFERENCES TO BE
DRAWN FROM ANTHONY
LEVANDOWSKI'S ASSERTION OF
THE FIFTH AMENDMENT**

Judge: Hon. William H. Alsup

Trial Date: October 10, 2017

I, Meredith Dearborn, declare as follows:

1. I am a partner at law at the law firm of Boies Schiller & Flexner LLP representing Defendants Uber Technologies Inc. and Ottomotto LLC (collectively, “Uber”) in this matter. I am a member in good standing of the Bar of the State of California. I make this declaration based upon matters within my own personal knowledge and if called as a witness, I could and would competently testify to the matters set forth herein.

2. I make this declaration in support of Uber’s Administrative Motion to File Under Seal Their Brief in Response to Waymo’s Memorandum Regarding Adverse Inferences to be Drawn From Anthony Levandowski’s Assertion of the Fifth Amendment.

3. I have reviewed the following documents and confirmed only the portions identified below merit sealing:

Documents	Portions to Be Filed Under Seal	Designating Party
Uber’s Brief In Response to Waymo’s Memorandum Regarding Adverse Inferences to Be Drawn From Anthony Levandowski’s Assertion of the Fifth Amendment (“Uber’s Brief”)	Highlighted Portions	Waymo (green) Uber (blue)
Exhibit A to the Declaration of Meredith Dearborn	Highlighted Portions	Waymo (green)

4. I understand that the blue-highlighted portions of Uber’s Brief contain highly confidential information relating to acquisition agreements, including highly confidential business information relating to the corporate structure of Uber Technologies, Inc. (a privately held corporation) and highly confidential information relating to business terms of the agreements. This highly confidential information is not publicly known, and its confidentiality is strictly maintained. This information could be used by competitors to Uber’s detriment, and including in the context of negotiating business deals.

1 5. I understand that the green-highlighted portions of Uber's Brief contain
2 information that Waymo has requested that Uber file under seal. On July 13, 2017, I emailed
3 specific facts that are reflected in this material, told Waymo that Uber does not believe the vast
4 majority of such information is properly designated as confidential or needs to be under seal, and
5 asked Waymo to permit it to be filed publicly. Waymo did not agree. A true and correct copy of
6 this correspondence is attached hereto as **Exhibit A**.

7
8 6. Defendants' request to seal is narrowly tailored to the specific exhibits that merit
9 sealing.

10 I declare under penalty of perjury that the foregoing is true and correct.

11 Executed this 14th day of July, 2017 at Oakland, California.

12
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14 Dated: July 14, 2017

BOIES SCHILLER FLEXNER LLP

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16 By: /s/ Meredith Dearborn

Meredith Dearborn

17
18 **ATTESTATION OF E-FILED SIGNATURE**

19 I, Karen L. Dunn, am the ECF User whose ID and password are being used to file this
20 document. In compliance with General Order 45, X.B., I hereby attest that Meredith Dearborn
21 has concurred in this filing.

22 Dated: July 14, 2017

23 /s/ Karen L. Dunn

24 Karen L. Dunn